

EXHIBIT G

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*ATTORNEYS FOR AGTEXAS FARM CREDIT SERVICES,
AGTEXAS, PCA AND
THORLAKSON DIAMOND T FEEDERS, LP*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
AMARILLO DIVISION

IN RE:

MCCLAIN FEED YARD, INC., et al., ¹

Debtors.

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CASE NO. 23-20084-RLJ-7

Jointly Administered

DECLARATION OF TOM THORLAKSON

1. My name is Tom Thorlakson. My date of birth is July 3rd, 1990, and my address is 274240. R.R. 210, Rocky View County, Canada. I declare under penalty of perjury that the foregoing is true and correct.

2. I am one of the owners of Thorlakson Diamond T Feeders. I am competent to make this statement. It is within my personal knowledge and is true and correct.

3. I am a custodian of records of Thorlakson Diamond T Feeders, LP. The records described below were made and kept by Thorlakson Diamond T Feeders, LP, in the course of regularly conducted business activity; it was in the regular course of business activity for employees or representatives of Thorlakson Diamond T Feeders, LP, with personal knowledge of

¹ The Debtors in these chapter 7 cases are: McClain Feed Yard, Inc. (Case No. 23-20084-RLJ), McClain Farms, Inc. (Case No. 23-20085-RLJ), and 7M Cattle Feeders, Inc. (Case No. 23-20086-RLJ)

the act, event or condition recorded to make the memorandum or record, or to transmit information thereof to be included in such memorandum or record; and, the memorandum or record was made at or near the time of the act, event or condition recorded or reasonably soon thereafter. I certify that the records attached hereto are exact duplicates of the originals.

4. Diamond T's records contain a folder titled "Lot 3651 No. 199" with information about the following cattle:

- a. Cattle Feeding Agreement concerning these cattle dated October 1, 2022. It describes 290 heifers with a total weight of 168,200 pounds, contracted to be delivered at 775 pounds.
- b. An invoice dated September 1, 2022, for \$283,417.00.
- c. An undated Projected Close Out with an estimated profit of \$30,830.62.
- d. Proof of payment of \$283,417.00 by wire on September 26, 2022, as part of a larger transfer of funds in a total amount of \$618,404.69.
- e. An undated Close Out showing a profit of \$30,495.56.
- f. Banking records dated December 16, 2022 showing payment to Diamond T for 282 head in Lot 3651 on December 16, 2022, in the amount of \$303,747.37 as part of a larger transfer of \$956,875.98.
- g. A note that calculates the positive difference between the amount paid by McClain of \$956,875.98 and 3 closeouts, including Lot 3651, of \$19,879.69.

5. In April of 2023, after Diamond T learned of the problems, I went to Texas to look for our cattle. As noted in the attached TSCRA reports, 288 heifers with lot 3651 eartags were found at the McClain Hereford location. While I was at the Hereford, Texas, yard operated by McClain, I spoke with the feedyard manager. I do not recall his name. He asked for paperwork concerning cattle. I showed him a list that referred to lot numbers, including lot number 3651. He said he recognized lot number 3651 and was aware of four pens that had cattle with the lot number 3651 written on eartags. The total head count was 288. Because the head count was

similar and the cattle description was the same, we thought these were the same cattle described in our lot file 3651, and the McClain manager and the TSCRA representative authorized us to remove the cattle.

6. Diamond T and I believed these 288 head were some cattle that purchased previously, and so had them shipped them to Keeling Cattle Feeders after discussions with the TSCRA and with the McClain feedyard representative.

7. By April 24, 2023, Diamond T had checked records and realized that the cattle in its lot number 3651 had been paid out and closed. Diamond T instructed its attorney LeBas to advise interested parties about the possible error, and this was done by email dated April 24, 2023.

8. The cattle were shipped to Keeling Cattle Feeders on April 19 and 20, 2023. Keeling's closeout records, also made a part of this statement, show the cattle were checked in as Diamond T lot number 1854, containing 288 heifers, and another 13 head.

9. The Keeling closeout shows that the 288 head arrived at Keeling on 4/19/23 with an average weight of 577 pounds.

10. These 288 + 13 head at Keeling were finished at that facility and, after Keeling's feed bill was paid from the sale price, the excess of \$351,110.54 was paid to AgTexas for application on the Diamond T note. This information was provided by Attorney LeBas to interested parties by email dated March 1, 2024.

11. These events could suggest that the Diamond T cattle originally in Lot 3651 were sold and closed out, and that McClain re-used that lot number for other cattle.

12. Possible candidates for that lot number, from Diamond T's records of cattle for which it paid and did not receive, are:

UN lot 5, invoice dated 3/18/23, for 311 heifers at 184,360 pounds / 311 head = 592 pounds.

UN lot 6, invoice dated 3/18/23, for 309 heifers at 182,526 pounds / 309 head = 590 pounds

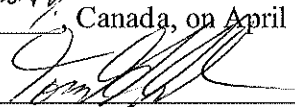
Lot 1511, invoice dated 1/12/23, for 284 heifers at 167,446 pounds / 284 head = 590 pounds

Lot 1528, invoice dated 1/12/23, for 272 heifers at 160,834 pounds / 272 head = 591 pounds

13. Copies of the records concerning these other 4 lots are also made a part of this statement.

14. Diamond T claims that, if these cattle and their proceeds are subject to its claims, these claims likewise are subject to the Intercreditor Agreement between Diamond T, Diamond T's secured lender, AgTexas, and McClain's lender Rabo AgriFinance. A true copy of the inter-creditor agreement is included with the exhibits described in this statement.

Executed in Airdrie Rocky View county, Canada, on April 8, 2024.


By: Tom Thorlakson

Its Managing Partner